

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. 576

Objection Deadline:

December 24, 2024, at 4:00 p.m. (ET)

**SEVENTH NOTICE OF FILING OF LIST OF ADDITIONAL CLOSING STORES
PURSUANT TO THE FINAL ORDER (I) AUTHORIZING DEBTORS TO
ASSUME THE CONSULTING AGREEMENT, (II) AUTHORIZING STORE
CLOSING SALES AND APPROVING RELATED PROCEDURES,
AND (III) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE that, on September 9, 2024, the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532, and related pleadings with the United States Bankruptcy Court for the District of Delaware.

PLEASE TAKE FURTHER NOTICE that, on October 21, 2024, the Court entered the *Final Order (I) Authorizing Debtors to Assume the Consulting Agreement, (II) Authorizing Store Closing Sales and Approving Related Procedures, and (III) Granting Related Relief* (D.I. 576) (the “**Store Closing Order**”).²

PLEASE TAKE FURTHER NOTICE that, on September 20, 2024, the Debtors filed the *Notice of Filing of List of Additional Closing Stores Pursuant to the Interim Order (I) Authorizing Debtors to Assume the Consulting Agreement, (II) Authorizing Store Closing Sales*

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms not defined herein have the meanings ascribed to them in the Store Closing Order.

and Approving Related Procedures, and (III) Granting Related Relief (D.I. 239) (the “**First Store Closing Notice**”) in accordance with the Store Closing Order.

PLEASE TAKE FURTHER NOTICE that, on September 27, 2024, Debtors filed the *Second Notice of Filing of List of Additional Closing Stores Pursuant to the Interim Order (I) Authorizing Debtors to Assume the Consulting Agreement, (II) Authorizing Store Closing Sales and Approving Related Procedures, and (III) Granting Related Relief* (D.I. 347) (the “**Second Store Closing Notice**”) in accordance with the Store Closing Order.

PLEASE TAKE FURTHER NOTICE that, on October 4, 2024, Debtors filed the *Third Notice of Filing of List of Additional Closing Stores Pursuant to the Interim Order (I) Authorizing Debtors to Assume the Consulting Agreement, (II) Authorizing Store Closing Sales and Approving Related Procedures, and (III) Granting Related Relief* (D.I. 424) (the “**Third Store Closing Notice**”) in accordance with the Store Closing Order.

PLEASE TAKE FURTHER NOTICE that, on October 11, 2024, Debtors filed the *Fourth Notice of Filing of List of Additional Closing Stores Pursuant to the Interim Order (I) Authorizing Debtors to Assume the Consulting Agreement, (II) Authorizing Store Closing Sales and Approving Related Procedures, and (III) Granting Related Relief* (D.I. 485) (the “**Fourth Store Closing Notice**”) in accordance with the Store Closing Order.

PLEASE TAKE FURTHER NOTICE that, on November 18, 2024, Debtors filed the *Fifth Notice of Filing of List of Additional Closing Stores Pursuant to the Final Order (I) Authorizing Debtors to Assume the Consulting Agreement, (II) Authorizing Store Closing Sales and Approving Related Procedures, and (III) Granting Related Relief* (D.I. 1148) (the “**Fifth Store Closing Notice**”) in accordance with the Store Closing Order.

PLEASE TAKE FURTHER NOTICE that, on December 2, 2024, Debtors filed the *Sixth Notice of Filing of List of Additional Closing Stores Pursuant to the Final Order (I) Authorizing Debtors to Assume the Consulting Agreement, (II) Authorizing Store Closing Sales and Approving Related Procedures, and (III) Granting Related Relief* (D.I. 1292) (the “**Sixth Store Closing Notice**” and, together with the First Store Closing Notice, the Second Store Closing Notice, the Third Store Closing Notice, the Fourth Store Closing Notice, and the Fifth Store Closing Notice, the “**Prior Store Closing Notices**”) in accordance with the Store Closing Order.

PLEASE TAKE FURTHER NOTICE that, on November 22, 2024, the Court entered the *Order (I) Approving the Asset Purchase Agreement, (II) Authorizing and Approving the Sale of Certain of the Debtors’ Assets Free and Clear of All Claims, Liens, Rights, Interests, Encumbrances, and Other Assumed Liabilities and Permitted Encumbrances, (III) Authorizing and Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief* (D.I. 1232) (the “**Sale Order**”) which approved, among other things, consummation of the transaction contemplated by that certain Asset Purchase Agreement (such transaction, the “**Sale**”), dated as of September 8, 2024 (as amended or supplemented, and including all exhibits, schedules, and annexes attached thereto, the “**APA**”), by and among Debtor Big Lots, Inc. (the “**Seller**”), each of the subsidiaries of the Seller listed in Schedule 1 of the APA (together with the Seller, the “**Selling Entities**”), and Gateway BL

Acquisition, LLC, a Delaware limited liability company (together with its affiliates, including Nexus Capital Management LP, “Nexus”).

PLEASE TAKE FURTHER NOTICE that, as set forth on the record at the hearings to approve the Sale on November 21 and 22, 2024, the closing of the Sale was targeted by the Selling Entities and Nexus to occur on December 2 or 3, 2024 and, as of the date hereof, closing of the Sale has not occurred, and the Debtors do not expect closing to occur on or before the December 31, 2024 outside date under the APA.

PLEASE TAKE FURTHER NOTICE that, in light of the foregoing and as a prudent exercise of business judgment, the Debtors have prepared to commence Store Closing Sales for all of the Debtors’ Stores that have not previously been listed on the Prior Store Closing Notices.

PLEASE TAKE FURTHER NOTICE that, at the status conference that was held on December 19, 2024, the Debtors informed the Court and other interested parties of the status of the Sale and other alternative options that the Debtors are currently considering pursuing, in close consultation with certain other case parties.

PLEASE TAKE FURTHER NOTICE that, pursuant to paragraph 34 of the Store Closing Order, attached hereto as **Exhibit A** is a list of additional stores at which the Debtors intend to conduct Store Closing Sales (the “**Additional Closing Store List**”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the attached Additional Closing Store List must be (a) in writing; (b) filed with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **December 24, 2024, at 4:00 p.m. (ET)** (the “**Objection Deadline**”); and (c) served so as to be received on or before the Objection Deadline by the undersigned proposed counsel to the Debtors.

PLEASE TAKE FURTHER NOTICE THAT IF NO TIMELY OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE PROCEDURES HEREIN WITH RESPECT TO THE APPLICATION OF THE STORE CLOSING ORDER TO AN ADDITIONAL CLOSING STORE, THE DEBTORS ARE AUTHORIZED TO PROCEED WITH CONDUCTING THE SALES AT THE ADDITIONAL CLOSING STORES IN ACCORDANCE WITH THE STORE CLOSING ORDER, THE STORE CLOSING PROCEDURES, AND THE SERVICES AGREEMENT, AS APPLICABLE.

PLEASE TAKE FURTHER NOTICE that if an objection to the application of the Store Closing Order to the Store or Stores included on the Additional Closing Store List is timely filed and not resolved, the application of the Store Closing Order to such Store or Stores will be considered by the Court at the next regularly scheduled omnibus hearing, subject to the rights of any party to seek relief on an emergency basis or shortened notice.

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Dated: December 19, 2024
Wilmington, Delaware

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